

Return Date: May 25, 2022

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X
In re:

MEMORY LANE MUSIC GROUP, LLC

Debtor.

No. 8-22-70838 (AST)
Chapter 11

-----X

NOTICE OF THE *BUNCH* CREDITORS' MOTION TO LIFT THE AUTOMATIC STAY

PLEASE TAKE NOTICE that upon the annexed application of the *Bunch* Creditors,¹ a hearing will be held before the Hon. Alan S. Trust, Chief Judge of the Bankruptcy Court for the Eastern District of New York, to consider the motion for an Order to lift the automatic stay pursuant to 11 U.S.C. § 362(d)(1), as well as for such other and further relief as the Court may deem just and proper.

Date and time of hearing: May 25, 2022, 11:30 A.M.
Location: U.S. Bankruptcy Court
290 Federal Plaza, Courtroom #960
Central Islip, New York, 11790

Dated: New York, NY
April 29, 2022

Respectfully submitted,

/s/ Glenn Greenberg
Glenn Greenberg
MENDES & MOUNT, LLP
750 Seventh Avenue, 24th floor
New York, NY 10019
212.261.8211
glenn.greenberg@mendes.com

Attorney for the Bunch Creditors

¹ Memory Lane Music Group, LLC's former clients that Mr. Spier stated were "all represented by the Songwriter's Guild of America" in Dkt. 2, ¶ 7, including, but not limited to, the Plaintiffs in *William Bunch, et al. v. Memory Lane Music Group, LLC, et al.*, Index No. 654117/2019 (N.Y. Sup.).

Glenn Greenberg
MENDES & MOUNT, LLP
750 Seventh Avenue, 24th floor
New York, NY 10019
212.261.8211
glenn.greenberg@mendes.com

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

In re:

MEMORY LANE MUSIC GROUP, LLC

No. 8-22-70838 (AST)
Chapter 11

Debtor.

-----X

MOTION TO LIFT THE AUTOMATIC STAY

**TO THE HON. ALAN S. TRUST, Chief Judge of the Bankruptcy Court for the Eastern
District of New York**

The *Bunch* Creditors¹ (“Movants”) make submit this Motion to Lift the Automatic Stay pursuant to 11 U.S.C. § 362(d)(1).

In support of this Motion, Movants hereby allege that if the Court denies the *Bunch* Creditors’ Motion to Dismiss Chapter 11 Case, in the alternative, the facts support granting them relief from the automatic stay pursuant to 11 U.S.C. § 362(d)(1).

Background and Jurisdiction

1. The Debtor filed a voluntary petition under Subchapter V on April 25, 2022 and this Court has jurisdiction pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(G).

¹ Memory Lane Music Group, LLC’s former clients that Mr. Spier stated were “all represented by the Songwriter’s Guild of America” in Dkt. 2, ¶ 7, including, but not limited to, the Plaintiffs in *William Bunch, et al. v. Memory Lane Music Group, LLC, et al.*, Index No. 654117/2019 (N.Y. Sup.).

2. Movants include plaintiffs in a breach of contract action pending in the New York Supreme Court, *William Bunch, et al., v. Memory Lane Music Group, LLC, et al.*, (Index No. 654117/2019) (N.Y. Sup.) filed against the Debtor, Mark Spier (the Debtor's Managing Member), three of the Debtor's subsidiaries (Larry Spier Music, LLC, Scion Three Music, LLC, and Scion Four Music, LLC), and three affiliated companies (Royalty Solutions Corporation, Adaken Music Holding, LLC, and Princess Lola Music, LLC).

Grounds for Motion

3. Section 362(d)(1) states that “[o]n request of a party in interest and after notice and a hearing, the court shall grant relief from the stay provided under subsection (a) of this section, such as by terminating, annulling, modifying, or conditioning such stay—(1) for cause, including the lack of adequate protection of an interest in property of such party in interest.” Factors that may be relevant in determining whether a stay should be lifted to allow litigation to continue outside of bankruptcy court are:

1. Whether relief would result in a resolution of the issues;
2. Whether a special tribunal with the necessary expertise has been established to hear the cause of action;
3. Judicial economy;
4. Whether relief would result in a partial or complete resolution of the proceeding;
5. The lack of interference with the bankruptcy case;
6. Whether litigation in another forum would prejudice the interests of other creditors;
7. Whether litigation is already pending;
8. Bad faith; and
9. The impact of the stay on the parties and the balance of the harm.

In re Horowitz, No. ADV. 09-8434-AST, 2010 WL 814103, at *2 (Bankr. E.D.N.Y. Mar. 1, 2010) (opinion of TRUST, J.), citing *In re Sonnox Indus., Inc.*, 907 F.2d 1280, 1286 (2d Cir.1990). Analysis of these factors demonstrates that the stay should be lifted in this case.

Factors 2 and 7: The New York Supreme Court is well-equipped to handle the pending breach of contract lawsuit for which relief is requested.

The only pending lawsuit for which the stay needs to be lifted is *William Bunch, et al. v. Memory Lane Music Group, LLC, et al.* Dkt. 2 at 3, ¶¶ 8-9. That case has been pending in state court since 2019. Currently, the case involves only a breach of contract claim against Memory Lane Music Group, LLC (“MLMG”), MLMG’s Managing Member, Mark Spier, three of MLMG’s subsidiaries, and three of MLMG’s affiliated entities. Dkt. 2 at 1, 3, ¶¶ 1, 8.² “All the pertinent issues concerning the State Court Action pertain to issues of state law and are not creatures of the Bankruptcy Code.” *In re Horowitz*, 2010 WL 814103, at *2. Factors 2 and 7 support lifting the stay to allow the case to proceed in New York Supreme Court.

Factor 3: At the time the petition was filed, the *Bunch* case was ready for trial. *See* Dkt. 11 at 2-3. Factor 3, judicial economy, is therefore “better served by permitting one forum to decide all of the pertinent issues” between the *Bunch* Creditors, MLMG, and the alleged alter egos. *See in re Horowitz*, 2010 WL 814103, at *2. That forum ought to be the one in which the case has been pending for years: New York Supreme Court.

Factors 1, 4, & 6: Allowing this case to proceed before the New York Supreme Court would result in a complete resolution of the issues, *i.e.*, the *Bunch* Creditors’ claim, and at least partially this proceeding in which the Court would have to deal with essentially the same claims. In addition, resolution of the *Bunch* Creditors’ claim in the New York Supreme Court would not prejudice the interests of MLMG’s other creditors.

The other Defendants in the state civil action are not debtors, but are parties to the claims asserted by the *Bunch* Creditors. This Court does not have jurisdiction over the other Defendants

² The case is currently stayed pending further developments of this bankruptcy proceeding.

and thus the New York Supreme Court is the only court that can make a complete determination of the state civil action at this time.

Further, there are no other “large” creditors clamoring for payment. MLMG has reached payment plans with all of its other “large” unsecured creditors. Dkt. 2 at 8-10; *see id.* at 3, ¶¶ 7-8. Its sole secured creditor not only apparently has enough security to cover the amounts MLMG owes, but it does not appear to be demanding payment, as the amount MLMG owes that creditor has remained the same for over two years. *Compare id.* at 4, *with id.* at 61. Allowing the litigation to go forward in New York Supreme Court would not prejudice MLMG’s other “satisfied” creditors.

Therefore, Factors 1, 4, and 6 support lifting the stay as well.

Factor 5: Allowing the *Bunch* case to proceed in state court should not interfere with the administration of the pending bankruptcy case, to the extent the bankruptcy case would even continue if the Court lifted the stay. Dkt. 2 at 3, ¶¶ 8-9.

Factor 8: As articulated in the Motion to Dismiss, MLMG filed the petition in bad faith.

Factor 9: The harmful impact of the stay on the *Bunch* Creditors is substantial, whereas lifting the stay would not subject MLMG to any legitimate harm. After all, MLMG explicitly stated that its goal in filing the petition is to use the automatic stay to stop the *Bunch* case in its tracks. Dkt. 2 at 3, ¶¶ 8-9. If the stay remains in place, the *Bunch* Creditors will either have to wait substantially longer to be paid the monies owed than they would have had MLMG not filed the petition or, as MLMG admittedly hopes, accept substantially less than the amount that MLMG effectively stole from them. Dkt. 2 at 3, ¶¶ 6, 8-9. Thus, there can be no legitimate dispute that the sole purpose for which MLMG filed its petition was for the improper purpose of

obtaining a litigation advantage. Therefore, the balance of harm is all on the side of the *Bunch* Creditors.

WHEREFORE, if the Court denies the *Bunch* Creditors' Motion to Dismiss, the *Bunch* Creditors pray for entry of the attached Proposed Order granting the *Bunch* Creditors relief from the automatic stay.

Dated: New York, NY
April 29, 2022

Respectfully submitted,

/s/ Glenn Greenberg
Glenn Greenberg
MENDES & MOUNT, LLP
750 Seventh Avenue, 24th floor
New York, NY 10019
212.261.8211
glenn.greenberg@mendes.com

Attorney for the Bunch Creditors

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re:

No. 8-22-70838 (AST)

Chapter 11

MEMORY LANE MUSIC GROUP, LLC

Debtor.

-----x

**[PROPOSED] ORDER GRANTING RELIEF
FROM THE AUTOMATIC STAY**

On May __, 2022, the Motion of the *Bunch* Creditors, dated April 29, 2022, came before the Court, for relief from the automatic stay with respect to a civil action pending in the New York Supreme Court, *William Bunch, et al., v. Memory Lane Music Group, LLC, et al.*, (Index No. 654117/2019) (N.Y. Sup.). This Court, having considered the evidence presented and the arguments of the parties, and with good cause appearing therefor, it is hereby

ORDERED, that the automatic stay in effect pursuant to 11 U.S.C. § 362(a) is hereby terminated pursuant to 11 U.S.C. § 362(d)(1) the civil action referenced above.

The Honorable Alan S. Trust
Chief Judge of the Bankruptcy Court
for the Eastern District of New York

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X
In re: Memory Lane Music Group, LLC

Case No. 22-70838-ast

Chapter 11

Debtor.
-----X

CERTIFICATE OF SERVICE

The undersigned certifies that on April 29, 2022, a copy of
(Date of Service/Mailing)

Notice of the Bunch Creditors' Motion to Lift the Automatic Stay and accompanying documents,
(Title of Document(s) served)

was deposited in an enclosed, properly addressed postage-paid envelope, and served by

U.S. Post Office Priority Mail

(Method of Delivery, e.g., Federal Express Overnight, U.S. Post Office Priority Mail,....)

upon the following ***[below specify the name and mailing address of each party served]***:

See Attachment A (Dkt. 21). All recipients as listed on page 1 of Attachment A except the Bunch Creditors, the Debtor, and Mark Spier. The Debtor was served via his counsel at the following address:

Howard P. Magaliff
Rich Michaelson Magaliff LLP
335 Madison Avenue, 9th Floor
New York, NY 10017

Mark Spier was served via his counsel at the following address:

Ronald S. Beacher
Pryor Cashman, LLP
7 Times Square, 40th Floor
New York, NY 10036

Dated: April 29, 2022

/s/ Glenn Greenberg

Signature

Print name: Glenn Greenberg

Address: 750 Seventh Ave., #24

New York, NY 10019

Phone: (212) 261-8211

Email: glenn.greenberg@mendes.com

United States Bankruptcy Court
Eastern District of New York

In re:
Memory Lane Music Group LLC
Debtor

Case No. 22-70838-ast
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0207-8
Date Rcvd: Apr 26, 2022

User: admin
Form ID: pdf002

Page 1 of 3
Total Noticed: 45

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
##	Addresses marked '##' were identified by the USPS National Change of Address system as undeliverable. Notices will no longer be delivered by the USPS to these addresses; therefore, they have been bypassed. The debtor's attorney or pro se debtor was advised that the specified notice was undeliverable.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Apr 28, 2022:

Recip ID	Recipient Name and Address
db	+ Memory Lane Music Group LLC, PO Box 254, Port Washington, NY 11050-5254
smg	NYS Unemployment Insurance, Attn: Insolvency Unit, Bldg. #12, Room 256, Albany, NY 12201
smg	+ United States of America, Secretary of the Treasury, 15th Street & Pennsylvania Ave. NW, Washington, DC 20220-0001
10065410	+ Abiersack - AF, c/o David Weise & Assoc., 16000 Ventura Blvd., Suite 600, Encino, CA 91436-2753
10065411	+ Alicia Razaf Georgiade, Wixen Music Publishing, 24025 Park Sorrento, Suite 130, Calabasas, CA 91302-4003
10065412	+ All Shall Perish In., 120 Village Square, Suite 83, Orinda, CA 94563-2502
10065413	+ Audigy Music - AF, c/o David Weise & Assoc., 16000 Ventura Blvd., Suite 600, Encino, CA 91436-2753
10065414	+ Bataan Music Co, c/o Bataan Nittollano, 1880 Lafayette Avenue, Bronx, NY 10473-2749
10065415	+ Beardog Publishing Co, Clint Ballard, 207 W Hickory Street, Suite 109, Denton, TX 76201-4148
10065416	+ Benny Davis Music Co., c/o Susan Rutrough, 4900 SW 60 Pl., Miami, FL 33155-6218
10065417	+ Capital One Bank, 299 Park Avenue, New York, NY 10171-0009
10065419	+ Classified Music, c/o David Jordan, 6827 Cover Avenue, Hamtramck, MI 48212-2013
10065421	+ David Mann Music Co, 3 Daniel Lane, Butler, NJ 07405-2854
10065423	+ DeRose Music, c/o Songwriters, Guild of America, PO Box 2083, Brentwood, TN 37024-2083
10065424	+ Diversified Music, c/o David Jordan, 6827 Cover Avenue, Hamtramck, MI 48212-2013
10065425	+ Downtown Music Publishing, 155 6th Avenue, New York, NY 10013-1514
10065426	+ Erasmus Music Inc, Sony ATV Music, 8 Music Square, Nashville, TN 37203-3204
10065427	Erasmus Music Inc, c/o Seashore Music BV, West Duinweg 262 Gravenha, 2583 AK, Holland
10065431	+ HB Webman Ltd., 1650 Broadway, New York, NY 10019-6966
10065429	+ Harold Adamson Music, c/o Songwriters, Guild of America, PO Box 2083, Brentwood, TN 37024-2083
10065430	+ Harry Ruby (Busch Charles, c/o Songwriters, Guild of America, PO Box 2083, Brentwood, TN 37024-2083
10065433	Hygroton Music, Geraldine Hunt Milligan, 159 Church Hill, Apt. 207, Montreal, PQ J4V 2M2, Can
10065434	+ James F. McHugh Trust, James F. McHugh Trust, 75 9th Avenue, 4th Floor, New York, NY 10011-7025
10065436	+ Jewmaican Publishing, 11760 SW 25th Court, Building 18, Hollywood, FL 33025-7500
10065438	+ Keniche Music, c/o Eddie Saunders, 120 Hillyer Street, East Orange, NJ 07017-1136
10065439	+ Kudu Music Co., c/o Songwriters, Guild of America, PO Box 2083, Brentwood, TN 37024-2083
10065440	+ Lil Poop's Publishing, c/o Elsie Price, Boston Way Street, Bldg 1, # 3, Asbury Park, NJ 07712-6831
10065441	+ Major Songs Co., Arthur Kent Music Co., 2 Old State Rte 17, PO Box 572, Chester, NY 10918-0572
10065442	+ Mark Spier, 66 Summit Road, Port Washington, NY 11050-3341
10065443	Minder Music Ltd., 18 Pindock Mews, London W9 2PY, ENGLAND
10065444	+ Reganesque Music Co, Spirit Two Music, 235 W 23rd Street, 4th Floor, New York, NY 10011-2371
10065445	+ Regent Music Corporation, 235 West 23rd Street, 4th Floor, New York, NY 10011-2371
10065448	+ Sausage 69 Music - AF, 16000 Ventura Blvd, Suite 600, Encino, CA 91436-2753
10065449	+ Solar Systems Music, Sheila Davis, 441 E 20th Street, New York, NY 10010-7512
10065450	+ Stanley Lebowsky Estate, c/o Robert Cavallo, 545 Madison Avenue, New York, NY 10022-4219
10065451	+ Ted Varnick Music Co., c/o Songwriters, Guild of America, PO Box 2083, Brentwood, TN 37024-2083
10065453	+ Toni R Music, Ms. Barbara Schwartz, 419 Santa Maria Drive, Irvine, CA 92606-0614
10065454	Truelove Music Studio 19F, Tower Workshops, Riley Road, London, SE1 3DG., ENGLAND
10065455	+ Ulpio Minucci Music Co, c/o Ulpio Minucci, 8611 Burton Way, Unit 16, Los Angeles, CA 90048-3932
10065456	Unidisc Music Inc., c/o Matra Music Ltd, 87B Hymus Blvd, Pointe Claire, PQ H9R 4T2, Canada
10065457	Universal Music Publishin, Royalty Dept, 136-144 New Kings Road, London SQ6 4FX, UK

TOTAL: 41

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

District/off: 0207-8

User: admin

Page 2 of 3

Date Rcvd: Apr 26, 2022

Form ID: pdf002

Total Noticed: 45

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
smg	Email/Text: sbse.cio.bnc.mail@irs.gov	Apr 26 2022 18:06:00	Internal Revenue Service, PO Box 7346, Philadelphia, PA 19101-7346
smg	+ Email/Text: DOFBankruptcy@finance.nyc.gov	Apr 26 2022 18:06:00	NYC Department of Finance, 345 Adams Street, Office of Legal Affairs, Brooklyn, NY 11201-3739
smg	+ Email/Text: nys.dtf.bncnotice@tax.ny.gov	Apr 26 2022 18:07:00	NYS Department of Taxation & Finance, Bankruptcy Unit, PO Box 5300, Albany, NY 12205-0300
smg	+ Email/Text: ustpreregion02.li.ecf@usdoj.gov	Apr 26 2022 18:06:00	United States Trustee, Office of the United States Trustee, Long Island Federal Courthouse, 560 Federal Plaza, Central Islip, NY 11722-4456

TOTAL: 4

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
10065420		Costa Demo Productions, Address Unknown
10065422		Degreg Music Co, Address Unknown
10065428		Fortranic Music, Address Unknown
10065435		Jay Zynczak, ADDRESS UNKNOWN
10065437		Jocelyn Brown Music Co., ADDRESS UNKNOWN
10065446		Rennartz Music, Address Unknown
10065447		Sanavan Music, Address Unknown
10065452		THEI II Music Co, Address Unknown
10065458		Warpfactor One Music, Address Unknown
10065459		Werner Chappell Music, 161 Hammersmith Rd, London W6 8BS, England
10065418	##+	Ched Music, Warner Chappell Music Inc, 10585 Santa Monica Blvd, Los Angeles, CA 90025-4950
10065432	##+	Holee Music Co., 606 Shoreline Drive, Naples, FL 34119-1807

TOTAL: 10 Undeliverable, 0 Duplicate, 2 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Apr 28, 2022

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 26, 2022 at the address(es) listed below:

Name	Email Address
Howard P Magaliff	on behalf of Debtor Memory Lane Music Group LLC hmagaliff@r3mlaw.com
Ronald J Friedman	rjf@sallp.com efilings@spallp.com

District/off: 0207-8

User: admin

Page 3 of 3

Date Rcvd: Apr 26, 2022

Form ID: pdf002

Total Noticed: 45

Stan Y Yang

stan.y.yang@usdoj.gov stan.y.yang@usdoj.gov

United States Trustee

USTPRegion02.LI.ECF@usdoj.gov

TOTAL: 4

THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

In re

MEMORY LANE MUSIC GROUP LLC,

Debtor(s).

-----X

Case No. 8-22-70838-ast

Chapter 11

NOTICE OF RESET OF SECTION 341 MEETING OF CREDITORS

YOU ARE HEREBY NOTIFIED that the initial section 341 meeting of creditors for the above-captioned case, scheduled as an in-person meeting for May 16, 2022 at 10:00 a.m. will now be reset as a telephonic meeting and conducted **by telephone conference on** May 16, 2022 at 10:00 a.m. (the "Designated Meeting Time").

All parties shall appear by phone at the section 341 in accordance with the instructions below.

Call-in Information:

On the date and time set forth above, parties shall dial-in to the meeting using the following dialing instructions:

Meeting Dial-in No: 877-929-0538, and

when prompted enter the Participant Code: 4551117 followed by #.

To avoid confusion or technical difficulties, attendees are instructed to call in at the Designated Meeting Time, not before that time, and to disconnect the call after their meeting is concluded. Thank you for your anticipated cooperation in this regard.

Instructions for Testifying Debtors and Counsel

No later than one day prior to the Designated Meeting time, the debtor and/or their counsel are required to email the trustees with an imaged copy of the debtor's photo identification **and** proof of the debtor's social security number ("Identification Documents"). A copy of the Debtor's identification and proof of social security number must be provided to the trustee via a secure method, i.e., portal, encrypted email, etc. Identification Documents shall be those documents deemed acceptable in accordance with current applicable procedures.

Telephonic appearances shall be conducted in accordance with current applicable procedures for telephonic meetings. Accordingly, a Declaration Regarding Administration of Oath and Confirmation of Identity and Social Security Number form shall be completed by the individual performing this function and transmitted to the trustee immediately following the meeting.

Alternatively, if compliance with the procedures set forth above are not possible or practical under these emergent circumstances, the debtor's attorney may submit prior to the time of the scheduled meeting a declaration confirming that: (1) the attorney met with the debtor in-person; and (2) the attorney examined and verified the debtor's original identification documents and social security number. In such situations, upon notification by the debtor and/or their counsel that they are using the alternate procedures, the trustee will administer the oath telephonically at the commencement of the 341 meeting.

Date: April 26, 2022

Chapter 11 Trustee

/s/ United States Trustee

Name Stan Y. Yang, Trial Attorney

Address 560 Federal Plaza

Central Islip, NY 11722